

IN THE UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

-----	X	
	:	
In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
-----	X	

AFFIDAVIT OF SERVICE

I, Elizabeth Adam, being duly sworn according to law, depose and say that I am employed by Kurtzman Carson Consultants LLC, the Court appointed claims and noticing agent for the Debtors in the above-captioned cases.

On April 29, 2008, I caused to be served the document listed below upon the parties listed on Exhibit A hereto via overnight mail:

- 1) Debtors' Omnibus Reply In Support Of Twenty-Eight Omnibus Objection Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 3007 To (A) Duplicate Or Amended Claims, (B) Books And Records Claim, (C) Untimely Books And Records Claim, (D) Untimely Claim, And (E) Claims Subject To Modification And Modified Claim Asserting Reclamation ("Debtors' Omnibus Reply In Support Of Twenty-Eighth Omnibus Claims Objection") (Docket No. 13476) [a copy of which is attached hereto as Exhibit B]

On April 29, 2008, I caused to be served the document listed below upon the parties listed on Exhibit C hereto via overnight mail:

- 2) Debtors' Omnibus Reply In Support Of Twenty-Ninth Omnibus Objection Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 3007 To (A) Disallowing And Expunge Claims By Amount Of Cure Payments ("Debtors; Omnibus Reply In Support Of Twenty-Ninth Omnibus Claims Objection") (Docket No. 13477) [a copy of which is attached hereto as Exhibit D]

Dated: May 1, 2008

/s/ Elizabeth Adam

Elizabeth Adam

State of California  
County of Los Angeles

Subscribed and sworn to (or affirmed) before me on this 1st day of May, 2008, by  
Elizabeth Adam, proved to me on the basis of satisfactory evidence to be the person who  
appeared before me.

Signature: /s/ L. Maree Sanders

Commission Expires: 10/1/09

# **EXHIBIT A**

COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	PHONE	PARTY / FUNCTION
Davis, Polk & Wardwell	Donald Bernstein Brian Resnick	450 Lexington Avenue		New York	NY	10017	212-450-4092 212-450-4213	Counsel to Debtor's Postpetition Administrative Agent
Delphi Corporation	Sean Corcoran, Karen Craft	5725 Delphi Drive		Troy	MI	48098	248-813-2000	Debtors
Fried, Frank, Harris, Shriver & Jacobson	Brad Eric Sheler Bonnie Steingart Vivek Melwani Jennifer L Rodburg Richard J Slivinski	One New York Plaza		New York	NY	10004	212-859-8000	Counsel to Equity Security Holders Committee
JPMorgan Chase Bank, N.A.	Richard Duker	270 Park Avenue		New York	NY	10017	212-270-5484	Prepetition Administrative Agent
JPMorgan Chase Bank, N.A.	Susan Atkins, Gianni Russello	277 Park Ave 8th Fl		New York	NY	10172	212-270-0426	Postpetition Administrative Agent
Latham & Watkins LLP	Robert J. Rosenberg	885 Third Avenue		New York	NY	10022	212-906-1370	Counsel to Official Committee of Unsecured Creditors
Simpson Thatcher & Bartlett LLP	Kenneth S. Ziman, Robert H. Trust, William T. Russell, Jr.	425 Lexington Avenue		New York	NY	10017	212-455-2000	Counsel to Debtor's Prepetition Administrative Agent, JPMorgan Chase Bank, N.A.
Skadden, Arps, Slate, Meagher & Flom LLP	John Wm. Butler, John K. Lyons, Ron E. Meisler	333 W. Wacker Dr.	Suite 2100	Chicago	IL	60606	312-407-0700	Counsel to the Debtor
Skadden, Arps, Slate, Meagher & Flom LLP	Kayalyn A. Marafioti, Thomas J. Matz	4 Times Square	P.O. Box 300	New York	NY	10036	212-735-3000	Counsel to the Debtor
United States Trustee	Alicia M. Leonhard	33 Whitehall Street	21st Floor	New York	NY	10004-2112	212-510-0500	Counsel to United States Trustee

Pg 5 of 67  
Delphi Corporation  
Special Parties

Company	Contact	Address1	Address2	City	State	Zip	Phone
Dennis Stejakowski & Liss & Shapero	Robert F Liss	Liss & Shapero	2695 Coolidge Hwy	Berkley	MI	48072	
Locke Lord Bissell & Liddell LLP	Kevin J Walsh	Attorneys for Methode Electronics Inc	885 Third Ave 26th Fl	New York	NY	10022-4802	212-947-4700
Locke Lord Bissell & Liddell LLP	Timothy S McFadden	Attorneys for Methode Electronics Inc	111 S Wacker Dr	Chicago	IL	60606	312-443-0370

## **EXHIBIT B**

Hearing Date: April 30, 2008  
Hearing Time: 10:00 a.m. (prevailing Eastern time)

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP  
333 West Wacker Drive, Suite 2100  
Chicago, Illinois 60606  
(312) 407-0700  
John Wm. Butler, Jr. (JB 4711)  
John K. Lyons (JL 4951)  
Ron E. Meisler (RM 3026)

- and -

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP  
Four Times Square  
New York, New York 10036  
(212) 735-3000  
Kayalyn A. Marafioti (KM 9632)  
Thomas J. Matz (TM 5986)

Attorneys for Delphi Corporation, et al.,  
Debtors and Debtors-in-Possession

Delphi Legal Information Hotline:  
Toll Free: (800) 718-5305  
International: (248) 813-2698

Delphi Legal Information Website:  
<http://www.delphidocket.com>

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

-----	x	
	:	
In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
-----	x	

DEBTORS' OMNIBUS REPLY IN SUPPORT OF TWENTY-EIGHTH OMNIBUS  
OBJECTION PURSUANT TO 11 U.S.C. § 502(b) AND FED. R. BANKR. P. 3007 TO (A)  
DUPLICATE OR AMENDED CLAIMS, (B) BOOKS AND RECORDS CLAIM, (C)  
UNTIMELY BOOKS AND RECORDS CLAIM, (D) UNTIMELY CLAIM, AND (E) CLAIMS  
SUBJECT TO MODIFICATION AND MODIFIED CLAIM ASSERTING RECLAMATION

("DEBTORS' OMNIBUS REPLY IN SUPPORT OF TWENTY-EIGHTH  
OMNIBUS CLAIMS OBJECTION")

Delphi Corporation and certain of its subsidiaries and affiliates, debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"),<sup>1</sup> hereby submit this Omnibus Reply In Support Of Twenty-Eighth Omnibus Objection Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 3007 To (A) Duplicate Or Amended Claims, (B) Books And Records Claim, (C) Untimely Books And Records Claim, (D) Untimely Claim, And (E) Claims Subject To Modification And Modified Claim Asserting Reclamation (Docket No. 13269) (the "Twenty-Eighth Omnibus Claims Objection"), and respectfully represent as follows:

1. The Debtors filed the Twenty-Eighth Omnibus Claims Objection on March 27, 2008, seeking entry of an order (a) disallowing and expunging certain "Claims," as that term is defined in 11 U.S.C. § 101(5), because they (i) were duplicative of other Claims or have been amended or superseded by later-filed Claims, (ii) assert liabilities or dollar amounts that are not reflected on the Debtors' books and records, (iii) assert liabilities or dollar amounts that are not reflected on the Debtors' books and records and were untimely filed pursuant to the Bar Date Order, and (iv) were untimely filed pursuant to the Bar Date Order and (b) revising the (i) amount with respect to certain Claims and (ii) amount and classification with respect to a Claim which is subject to a letter agreement pursuant to which the Debtors and the Claimant agreed upon the valid amount of such Claimant's reclamation demand, subject to certain reserved defenses.

2. The Debtors sent to each claimant whose proof of claim is subject to an objection pursuant to the Twenty-Eighth Omnibus Claims Objection a personalized Notice Of

---

<sup>1</sup> Capitalized terms used and not otherwise defined herein have the meanings ascribed to them in the Twenty-Eighth Omnibus Claims Objection.



Objection To Claim, which specifically identified such claimant's proof of claim that is subject to an objection and the basis for such objection. Responses to the Twenty-Eighth Omnibus Claims Objection were due by 4:00 p.m. (prevailing Eastern time) on April 23, 2008.

3. As of April 28, 2008 at 12:00 p.m. (prevailing Eastern time), the Debtors had received one timely-filed formal docketed response and one undocketed response (collectively, the "Responses") to the Twenty-Eighth Omnibus Claims Objection. In the aggregate, the Responses cover five Claims. Attached hereto as Exhibit A is a chart summarizing each of the Responses and listing the five Claims for which a Response was filed. Pursuant to the Order Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 2002(m), 3007, 7016, 7026, 9006, 9007, And 9014 Establishing (i) Dates For Hearings Regarding Objections To Claims And (ii) Certain Notices And Procedures Governing Objections to Claims (Docket No. 6089) entered on December 6, 2006 (the "Claims Objection Procedures Order"), the hearing with respect to each of the five Claims covered by the Responses will be adjourned to a sufficiency hearing or claims objection hearing, as appropriate, to determine the disposition of each such Claim.

4. Attached hereto as Exhibit B is a revised proposed order (the "Revised Proposed Order")<sup>2</sup> which reflects the adjournment of the hearings with respect to the Claims for which Responses were filed or received by the Debtors. Such adjournment will be without prejudice to the Debtors' right to assert that any of such Responses was untimely or otherwise deficient under the Claims Objection Procedures Order.

---

<sup>2</sup> Attached hereto as Exhibit C is a copy of the Revised Order marked to show revisions to the form of proposed order that was submitted with the Twenty-Eighth Omnibus Claims Objection.

5. In addition to the Responses, the Debtors also received informal letters, e-mails, and telephone calls from various parties questioning the relief requested with the Twenty-Eighth Omnibus Claims Objection and seeking to reserve certain of their rights with respect thereto (the "Informal Responses"). The Debtors believe that all the concerns expressed by the Informal Responses have been adequately resolved.

6. Except for those Claims with respect to which the hearings have been adjourned to future dates, the Debtors believe that the Revised Order adequately addresses the issues raised by the respondents. Thus, the Debtors request that the Court grant the relief requested by the Debtors and enter the Revised Order.

WHEREFORE the Debtors respectfully request that this Court (a) enter the Revised Order, (b) adjourn the hearing with respect to all Claims for which a Response was filed or received by the Debtors pursuant to the Claims Objection Procedures Order, and (c) grant the Debtors such other and further relief as is just.

Dated: New York, New York  
April 29, 2008

SKADDEN, ARPS, SLATE, MEAGHER  
& FLOM LLP

By: /s/ John Wm. Butler, Jr  
John Wm. Butler, Jr. (JB 4711)  
John K. Lyons (JL 4951)  
Ron E. Meisler (RM 3026)  
333 West Wacker Drive, Suite 2100  
Chicago, Illinois 60606  
(312) 407-0700

- and -

By: /s/ Kayalyn A. Marafioti  
Kayalyn A. Marafioti (KM 9632)  
Thomas J. Matz (TM 5986)  
Four Times Square  
New York, New York 10036  
(212) 735-3000

Attorneys for Delphi Corporation, et al.,  
Debtors and Debtors-in-Possession

**Exhibit A**

**In re Delphi Corporation, et al., Case No. 05-44481 (RDD)**

***Responses To Debtors' Twenty-Eighth Omnibus Claims Objection  
Organized By Respondent<sup>1</sup>***

	RESPONSE	PROOF OF CLAIM NOS.	SUMMARY OF RESPONSE	BASIS FOR OBJECTION	TREATMENT <sup>2</sup>
1.	Methode Electronics, Inc. (Docket No. 13444)	<p>a) 16194</p> <p>b) 4575, 4577</p> <p>c) 4576</p>	<p>a) Methode Electronics, Inc. ("Methode") requests that the Court adjourn the hearing on the Debtors' Twenty-Eighth Omnibus Claims Objection (the "Objection") (Docket No. 13269) with respect to proof of claim no. 16194, which the Debtors seek to disallow as an untimely books and records claim.</p> <p>b) Methode also requests that the Court adjourn the hearing on the Debtors' Objection with respect to proofs of claim nos. 4575 and 4577. The Debtors seek to reduce proof of claim no. 4575 from \$406,570.92 to \$397,816.85 and proof of claim no. 4577 from \$58,674.29 to \$55,427.49.</p> <p>c) Methode further requests that the Court adjourn the hearing on the Debtors' Objection with respect to proof of claim no. 4576. The Debtors seek to reduce and reclassify proof of claim no. 4576 from an unsecured claim in the amount of \$149,937.86 to \$143,391.45 (of which \$3,268.34 would be a priority reclamation claim subject to certain reserved</p>	<p>a) Untimely books and records claims</p> <p>b) Claims subject to modification</p> <p>c) Modified claims asserting reclamation</p>	Adjourn

<sup>1</sup> This chart reflects all responses entered on the docket as of Tuesday, April 29, 2008 at 4:00 p.m. (prevailing Eastern time).

<sup>2</sup> This chart reflects all resolutions or proposals as of Tuesday, April 29, 2008 at 4:00 p.m. (prevailing Eastern time).

	RESPONSE	PROOF OF CLAIM NOS.	SUMMARY OF RESPONSE	BASIS FOR OBJECTION	TREATMENT <sup>2</sup>
			defenses and \$140,123.11 would be an unsecured claim).		
2.	Dennis Stejakowski and Liss & Shapero (Undocketed)	1144	Dennis Stejakowski, through his counsel Liss & Shapero, disagrees with the Debtors' Objection to disallow and expunge proof of claim no. 1144. The Debtors and Mr. Stejakowski and Liss & Shapero have reached a settlement in principle setting a maximum allowed amount for proof of claim no. 1144.	Books and records claim	Adjourn

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

-----x  
: In re : Chapter 11  
: :  
: DELPHI CORPORATION, et al., : Case No. 05-44481 (RDD)  
: :  
: Debtors. : (Jointly Administered)  
: :  
-----x

ORDER PURSUANT TO 11 U.S.C. § 502(b) AND FED. R. BANKR.  
P. 3007 DISALLOWING AND EXPUNGING (A) DUPLICATE OR  
AMENDED CLAIMS AND (B) UNTIMELY CLAIM IDENTIFIED IN  
TWENTY-EIGHTH OMNIBUS CLAIMS OBJECTION

("TWENTY-EIGHTH OMNIBUS CLAIMS OBJECTION ORDER")

Upon the Twenty-Eighth Omnibus Objection Pursuant To 11 U.S.C. § 502(b)  
And Fed. R. Bankr. P. 3007 To (A) Duplicate Or Amended Claims, (B) Books And Records  
Claim, (C) Untimely Books And Records Claim, (D) Untimely Claim, And (E) Claims Subject  
To Modification And Modified Claim Asserting Reclamation, dated March 27, 2008 (the  
"Twenty-Eighth Omnibus Claims Objection")<sup>1</sup> (Docket No. 12686), of Delphi Corporation  
("Delphi") and certain of its subsidiaries and affiliates, debtors and debtors-in-possession in the  
above-captioned cases (collectively, the "Debtors"); and upon the record of the hearing held on  
the Twenty-Eighth Omnibus Claims Objection; and after due deliberation thereon; and good and  
sufficient cause appearing therefor,

---

<sup>1</sup> Capitalized terms used and not otherwise defined herein shall have the meanings ascribed to them in the  
Twenty-Eighth Omnibus Claims Objection.

IT IS HEREBY FOUND AND DETERMINED THAT:<sup>2</sup>

A. Each holder of a claim, as such term is defined in 11 U.S.C. § 101(5) (as to each, a "Claim"), listed on Exhibits A and B hereto was properly and timely served with a copy of the Twenty-Eighth Omnibus Claims Objection, a personalized Notice Of Objection To Claim, a copy of the Order Pursuant to 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 2002(m), 3007, 7016, 7026, 9006, 9007, And 9014 Establishing (i) Dates For Hearings Regarding Objections To Claims And (ii) Certain Notices And Procedures Governing Objections To Claims (Docket No. 6089) (the "Claims Objection Procedures Order"), the proposed order granting the Twenty-Eighth Omnibus Claims Objection, and notice of the deadline for responding to the Twenty-Eighth Omnibus Claims Objection. No other or further notice of the Twenty-Eighth Omnibus Claims Objection is necessary.

B. This Court has jurisdiction over the Twenty-Eighth Omnibus Claims Objection pursuant to 28 U.S.C. §§ 157 and 1334. The Twenty-Eighth Omnibus Claims Objection is a core proceeding under 28 U.S.C. § 157(b)(2). Venue of these cases and the Twenty-Eighth Omnibus Claims Objection in this district is proper under 28 U.S.C. §§ 1408 and 1409.

C. The Claims listed on Exhibit A hereto under the column heading "Claim To Be Expunged" are either duplicates of other Claims filed with this Court or have been amended or superseded by later-filed Claims (the "Duplicate Or Amended Claims").

D. The Claim listed on Exhibit B hereto was untimely filed pursuant to the Bar Date Order (the "Untimely Claim").

---

<sup>2</sup> Findings of fact shall be construed as conclusions of law and conclusions of law shall be construed as findings of fact when appropriate. See Fed. R. Bankr. P. 7052.

E. The relief requested in the Twenty-Eighth Omnibus Claims Objection and granted herein is in the best interests of the Debtors, their estates, their creditors, and other parties-in-interest.

NOW THEREFORE, IT IS HEREBY ORDERED, ADJUDGED, AND DECREED  
THAT:

1. Each "Claim To Be Expunged" listed on Exhibit A hereto is hereby disallowed and expunged in its entirety. Those Claims identified on Exhibit A hereto as "Surviving Claims" shall remain on the Debtors' claims register, but shall remain subject to future objection by the Debtors and other parties-in-interest.
2. The Untimely Claim listed on Exhibit B hereto is hereby disallowed and expunged in its entirety.
3. For clarity, Exhibit D hereto displays the formal name of the Debtor entity and its associated bankruptcy case number referenced on Exhibits C-3 and C-4 and Exhibit E sets forth each of the Claims referenced on Exhibits A, B, C-1, C-2, C-3, and C-4 in alphabetical order by claimant and cross-references each such Claim by proof of claim number and basis of objection.
4. The hearing regarding the objection to the Claim listed on Exhibits C-1, C-2, C-3, and C-4 hereto, for which a Response to the Twenty-Eighth Omnibus Claims Objection has been filed or received by the Debtors and which has not been resolved by the parties, shall be adjourned to a future date to be noticed by the Debtors consistent with and subject to the Claims Objection Procedures Order.



5. Entry of this order is without prejudice to the Debtors' right to object, on any grounds whatsoever, to any other claims in these chapter 11 cases or to further object to Claims that are the subject of the Twenty-Eighth Omnibus Claims Objection.

6. Nothing contained herein shall constitute, nor shall it be deemed to constitute, the allowance of any Claim asserted against any of the Debtors.

7. This Court shall retain jurisdiction over the Debtors and the holders of Claims subject to the Twenty-Eighth Omnibus Claims Objection to hear and determine all matters arising from the implementation of this order.

8. Each of the objections by the Debtors to each Claim addressed in the Twenty-Eighth Omnibus Claims Objection and attached hereto as Exhibits A, B, C-1, C-2, C-3, and C-4 constitutes a separate contested matter as contemplated by Fed. R. Bankr. P. 9014. This order shall be deemed a separate order with respect to each Claim that is the subject of the Twenty-Eighth Omnibus Claims Objection. Any stay of this order shall apply only to the contested matter which involves such Claim and shall not act to stay the applicability or finality of this order with respect to the other contested matters covered hereby.

9. Kurtzman Carson Consultants LLC is hereby directed to serve this order, including exhibits, in accordance with the Claims Objection Procedures Order.

10. The requirement under Rule 9013-1(b) of the Local Bankruptcy Rules for the United States Bankruptcy Court for the Southern District of New York for the service and filing of a separate memorandum of law is deemed satisfied by the Twenty-Eighth Omnibus Claims Objection.

Dated: New York, New York  
April \_\_, 2008

---

UNITED STATES BANKRUPTCY JUDGE

EXHIBIT A - DUPLICATE OR AMENDED CLAIMS

CLAIM TO BE EXPUNGED		SURVIVING CLAIM	
Claim Number: 3425 Date Filed: 05/01/2006 Creditor's Name and Address:  CHARLES A COTTEN 9281 PROMONTORY CIRCLE INDIANAPOLIS, IN 46236	Debtor: DELPHI CORPORATION (05-44481)  Secured:  Priority \$6,822.24 Administrative: Unsecured:  Total: \$6,822.24	Claim Number: 16769 Date Filed: 01/07/2008 Creditor's Name and Address:  CHARLES A COTTEN 9281 PROMONTORY CIR INDIANAPOLIS, IN 46236	Debtor: DELPHI CORPORATION (05-44481)  Secured:  Priority: Administrative Unsecured: \$1,897,936.00  Total: \$1,897,936.00
Claim Number: 12152 Date Filed: 07/28/2006 Creditor's Name and Address:  JACKSON JERRY F 7418 CAMPFIRE RUN INDIANAPOLIS, IN 46236-9260	Debtor: DELPHI CORPORATION (05-44481)  Secured:  Priority Administrative: Unsecured: \$179,695.45  Total: \$179,695.45	Claim Number: 16798 Date Filed: 02/01/2008 Creditor's Name and Address:  JACKSON JERRY F JERRY F JACKSON 7418 CAMPFIRE RUN INDIANAPOLIS, IN 46236-9260	Debtor: DELPHI CORPORATION (05-44481)  Secured:  Priority: Administrative Unsecured: \$1,672,405.95  Total: \$1,672,405.95
Claim Number: 16773 Date Filed: 01/09/2008 Creditor's Name and Address:  RONALD R MALANGA 1567 WOODHILL DR NE WARREN, OH 44484	Debtor: DELPHI CORPORATION (05-44481)  Secured:  Priority Administrative: Unsecured: \$773,764.00  Total: \$773,764.00	Claim Number: 16779 Date Filed: 01/10/2008 Creditor's Name and Address:  RONALD R MALANGA 1567 WOODHILL DR NE WARREN, OH 44484	Debtor: DELPHI CORPORATION (05-44481)  Secured:  Priority: Administrative Unsecured: \$773,764.00  Total: \$773,764.00

Total Claims To Be Expunged: 3  
Total Asserted Amount To Be Expunged: \$960,281.69

**EXHIBIT B - UNTIMELY CLAIMS**

CREDITOR'S NAME AND ADDRESS	CLAIM NUMBER	ASSERTED CLAIM AMOUNT	DATE FILED	DOCKETED DEBTOR
PIONEER SPEAKERS INC C/O MAX J NEWMAN BUTZEL LONG PC STONERIDGE WEST 41000 WOODWARD AVE BLOOMFIELD HILLS, MI 48304	16802	Secured: Priority: Administrative: Unsecured: \$153,750.00 Total: \$153,750.00	02/11/2008	DELPHI AUTOMOTIVE SYSTEMS LLC (05-44640)
<b>Total:</b>		<b>1</b>		<b>\$153,750.00</b>

**EXHIBIT C-1 - ADJOURNED BOOKS AND RECORDS CLAIMS**

CREDITOR'S NAME AND ADDRESS	CLAIM NUMBER	ASSERTED CLAIM AMOUNT	DATE FILED	DOCKETED DEBTOR
LISS & SHAPERO DENNIS STEJAKOWSKI & LISS & SHAPERO 2695 COOLIDGE HWY BERKLEY, MI 48072	1144	Secured: Priority: Administrative: Unsecured: <u>\$1,000,000.00</u> Total: <u>\$1,000,000.00</u>	12/13/2005	DELPHI CORPORATION (05-44481)
<b>Total:</b>		<b>1</b>		<b>\$1,000,000.00</b>

**EXHIBIT C-2 - ADJOURNED UNTIMELY BOOKS AND RECORDS CLAIM**

CREDITOR'S NAME AND ADDRESS	CLAIM NUMBER	ASSERTED CLAIM AMOUNT	DATE FILED	DOCKETED DEBTOR
METHODE ELECTRONICS INC C/O TIMOTHY S MCFADDEN ESQ LORD BISSELL & BROOK LLP 111 S WACKER DR CHICAGO, IL 60606	16194	Secured: \$2,939,137.00 Priority: Administrative: Unsecured: Total: <u>\$2,939,137.00</u>	08/14/2006	DELPHI AUTOMOTIVE SYSTEMS LLC (05-44640)
<b>Total:</b>		<b>1</b>		<b>\$2,939,137.00</b>

EXHIBIT C-3 - ADJOURNED CLAIMS SUBJECT TO MODIFICATION

CLAIM TO BE MODIFIED	CLAIM AS DOCKETED	CLAIM AS MODIFIED																												
Claim: 4577 Date Filed: 05/03/2006 Docketed Total: \$ 58,674.29 Filing Creditor Name and Address: CONNECTOR PRODUCTS DIVISION A DIVISION OF METHODE ELECTRONICS INC C O TIMOTHY S MCFADDEN ESQ LORD BISSELL & BROOK LLP 111 S WACKER DR CHICAGO, IL 60606	Claim Holder Name and Address  BLUE ANGEL CLAIMS LLC C O DAVIDSON KEMPER CAPITAL MANAGEMENT LLC 65 E 55TH ST 19TH FL NEW YORK, NY 10022  <table><tr><td><u>Case Number*</u></td><td><u>Secured</u></td><td><u>Priority</u></td><td><u>Unsecured</u></td></tr><tr><td>05-44640</td><td></td><td></td><td>\$58,674.29</td></tr><tr><td></td><td></td><td></td><td>\$58,674.29</td></tr></table>	<u>Case Number*</u>	<u>Secured</u>	<u>Priority</u>	<u>Unsecured</u>	05-44640			\$58,674.29				\$58,674.29	<table><tr><td></td><td></td><td>Modified Total:</td><td>\$55,427.49</td></tr><tr><td><u>Case Number*</u></td><td><u>Secured</u></td><td><u>Priority</u></td><td><u>Unsecured</u></td></tr><tr><td>05-44640</td><td></td><td></td><td>\$55,427.49</td></tr><tr><td></td><td></td><td></td><td>\$55,427.49</td></tr></table>			Modified Total:	\$55,427.49	<u>Case Number*</u>	<u>Secured</u>	<u>Priority</u>	<u>Unsecured</u>	05-44640			\$55,427.49				\$55,427.49
<u>Case Number*</u>	<u>Secured</u>	<u>Priority</u>	<u>Unsecured</u>																											
05-44640			\$58,674.29																											
			\$58,674.29																											
		Modified Total:	\$55,427.49																											
<u>Case Number*</u>	<u>Secured</u>	<u>Priority</u>	<u>Unsecured</u>																											
05-44640			\$55,427.49																											
			\$55,427.49																											
Claim: 4575 Date Filed: 05/03/2006 Docketed Total: \$ 406,570.92 Filing Creditor Name and Address: METHODE ELECTRONICS MALTA LTD A WHOLLY OWNED SUBSIDIARY OF METHODE ELECTRONICS INC FKA MERIT MALTA METHODE LTD C O TIMOTHY S MCFADDEN ESQ LORD BISSELL & BROOK LLP 111 S WACKER DR CHICAGO, IL 60606	Claim Holder Name and Address  BLUE ANGEL CLAIMS LLC C O DAVIDSON KEMPER CAPITAL MANAGEMENT LLC 65 E 55TH ST 19TH FL NEW YORK, NY 10022  <table><tr><td><u>Case Number*</u></td><td><u>Secured</u></td><td><u>Priority</u></td><td><u>Unsecured</u></td></tr><tr><td>05-44640</td><td></td><td></td><td>\$406,570.92</td></tr><tr><td></td><td></td><td></td><td>\$406,570.92</td></tr></table>	<u>Case Number*</u>	<u>Secured</u>	<u>Priority</u>	<u>Unsecured</u>	05-44640			\$406,570.92				\$406,570.92	<table><tr><td></td><td></td><td>Modified Total:</td><td>\$397,816.85</td></tr><tr><td><u>Case Number*</u></td><td><u>Secured</u></td><td><u>Priority</u></td><td><u>Unsecured</u></td></tr><tr><td>05-44640</td><td></td><td></td><td>\$397,816.85</td></tr><tr><td></td><td></td><td></td><td>\$397,816.85</td></tr></table>			Modified Total:	\$397,816.85	<u>Case Number*</u>	<u>Secured</u>	<u>Priority</u>	<u>Unsecured</u>	05-44640			\$397,816.85				\$397,816.85
<u>Case Number*</u>	<u>Secured</u>	<u>Priority</u>	<u>Unsecured</u>																											
05-44640			\$406,570.92																											
			\$406,570.92																											
		Modified Total:	\$397,816.85																											
<u>Case Number*</u>	<u>Secured</u>	<u>Priority</u>	<u>Unsecured</u>																											
05-44640			\$397,816.85																											
			\$397,816.85																											
		<div>Total Claims To Be Modified: 2</div> <div>Total Amount As Docketed: \$465,245.21</div> <div>Total Amount As Modified: \$ 453,244.34</div>																												

\*See Exhibit D for a listing of debtor entities by case number.





In re Delphi Corporation, et al.

Twenty-Eighth Omnibus Claims Objection

Case No. 05-44481 (RDD)

Exhibit D - Debtor Entity Reference

CASE NUMBER	DEBTOR ENTITY
05-44640	DELPHI AUTOMOTIVE SYSTEMS LLC

## Exhibit E - Claimants And Related Claims Subject To Twenty-Eighth Omnibus Claims Objection

Claim Holder	Claim	Exhibit
AUTOMOTIVE ELECTRONIC CONTROLS DIVISION A DIVISION OF METHODE ELECTRONICS INC	4576	EXHIBIT C-4 - ADJOURNED MODIFIED CLAIMS ASSERTING RECLAMATION
BLUE ANGEL CLAIMS LLC	4575	EXHIBIT C-3 - ADJOURNED CLAIMS SUBJECT TO MODIFICATION
BLUE ANGEL CLAIMS LLC	4576	EXHIBIT C-4 - ADJOURNED MODIFIED CLAIMS ASSERTING RECLAMATION
BLUE ANGEL CLAIMS LLC	4577	EXHIBIT C-3 - ADJOURNED CLAIMS SUBJECT TO MODIFICATION
CHARLES A COTTEN	3425	EXHIBIT A - DUPLICATE OR AMENDED CLAIMS
CONNECTOR PRODUCTS DIVISION A DIVISION OF METHODE ELECTRONICS INC	4577	EXHIBIT C-3 - ADJOURNED CLAIMS SUBJECT TO MODIFICATION
JACKSON JERRY F	12152	EXHIBIT A - DUPLICATE OR AMENDED CLAIMS
LISS & SHAPERO	1144	EXHIBIT C-1 - ADJOURNED BOOKS AND RECORDS CLAIMS
METHODE ELECTRONICS INC	16194	EXHIBIT C-2 - ADJOURNED UNTIMELY BOOKS AND RECORDS CLAIMS
METHODE ELECTRONICS MALTA LTD A WHOLLY OWNED SUBSIDIARY OF METHODE ELECTRONICS INC FKA MERIT MALTA METHODE LTD	4575	EXHIBIT C-3 - ADJOURNED CLAIMS SUBJECT TO MODIFICATION
PIONEER SPEAKERS INC	16802	EXHIBIT B - UNTIMELY CLAIMS
RONALD R MALANGA	16773	EXHIBIT A - DUPLICATE OR AMENDED CLAIMS

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

-----	x	
	:	
In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
-----	x	

ORDER PURSUANT TO 11 U.S.C. § 502(b) AND FED. R. BANKR.  
P. 3007 ~~(A)~~ DISALLOWING AND EXPUNGING (A) DUPLICATE OR  
AMENDED CLAIMS, ~~(B) BOOKS AND RECORDS CLAIM, (C) UNTIMELY BOOKS AND  
RECORDS CLAIM, AND (D) UNTIMELY CLAIM AND (II) MODIFYING (A) CLAIMS  
SUBJECT TO MODIFICATION AND (B)  
MODIFIED CLAIM ASSERTING RECLAMATION~~ AND (B) UNTIMELY CLAIM  
IDENTIFIED IN  
TWENTY-EIGHTH OMNIBUS CLAIMS OBJECTION

("TWENTY-EIGHTH OMNIBUS CLAIMS OBJECTION ORDER")

Upon the Twenty-Eighth Omnibus Objection Pursuant To 11 U.S.C. § 502(b) And  
Fed. R. Bankr. P. 3007 To (A) Duplicate Or Amended Claims, (B) Books And Records Claim, (C)  
Untimely Books And Records Claim, (D) Untimely Claim, And (E) Claims Subject To  
Modification And Modified Claim Asserting Reclamation, dated March 27, 2008 (the  
"Twenty-Eighth Omnibus Claims Objection")<sup>1</sup> (Docket No. 12686), of Delphi Corporation  
("Delphi") and certain of its subsidiaries and affiliates, debtors and debtors-in-possession in the  
above-captioned cases (collectively, the "Debtors"); and upon the record of the hearing held on the

---

<sup>1</sup> Capitalized terms used and not otherwise defined herein shall have the meanings ascribed to them in the  
Twenty-Eighth Omnibus Claims Objection.

Twenty-Eighth Omnibus Claims Objection; and after due deliberation thereon; and good and sufficient cause appearing therefor,

IT IS HEREBY FOUND AND DETERMINED THAT:<sup>2</sup>

A. Each holder of a claim, as such term is defined in 11 U.S.C. § 101(5) (as to each, a "Claim"), listed on Exhibits A, ~~B-1~~, ~~B-2~~, ~~C~~, ~~D-1~~, and ~~D-2~~B hereto was properly and timely served with a copy of the Twenty-Eighth Omnibus Claims Objection, a personalized Notice Of Objection To Claim, a copy of the Order Pursuant to 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 2002(m), 3007, 7016, 7026, 9006, 9007, And 9014 Establishing (i) Dates For Hearings Regarding Objections To Claims And (ii) Certain Notices And Procedures Governing Objections To Claims (Docket No. 6089) (the "Claims Objection Procedures Order"), the proposed order granting the Twenty-Eighth Omnibus Claims Objection, and notice of the deadline for responding to the Twenty-Eighth Omnibus Claims Objection. No other or further notice of the Twenty-Eighth Omnibus Claims Objection is necessary.

B. This Court has jurisdiction over the Twenty-Eighth Omnibus Claims Objection pursuant to 28 U.S.C. §§ 157 and 1334. The Twenty-Eighth Omnibus Claims Objection is a core proceeding under 28 U.S.C. § 157(b)(2). Venue of these cases and the Twenty-Eighth Omnibus Claims Objection in this district is proper under 28 U.S.C. §§ 1408 and 1409.

---

<sup>2</sup> Findings of fact shall be construed as conclusions of law and conclusions of law shall be construed as findings of fact when appropriate. See Fed. R. Bankr. P. 7052.

<sup>2</sup> DeltaView comparison of pcdocs://chisr01a/594432/5 and pcdocs://chisr01a/594432/7. Performed on 4/29/2008.

C. The Claims listed on Exhibit A hereto under the column heading "Claim To Be Expunged" are either duplicates of other Claims filed with this Court or have been amended or superseded by later-filed Claims (the "Duplicate Or Amended Claims").

D. The Claim listed on Exhibit B-1 ~~contains a liability or dollar amount that is not reflected on the Debtors' books and records (the "Untimely Books And Records Claim")~~.

~~E. The Claim listed on Exhibit B-2 contains a liability or dollar amount that is not reflected on the Debtors' books and records and was also untimely filed pursuant to the Bar Date Order (the "Untimely Books And Records Claim").~~

~~F. The Claim listed on Exhibit C hereto was untimely filed pursuant to the Bar Date Order (the "Untimely Claim").~~

~~G. The Claims listed on Exhibit D-1 hereto state the incorrect amount or are overstated (the "Claims Subject To Modification").~~

~~H. The Claim listed on Exhibit D-2 hereto (a) (i) states the incorrect amount and is overstated and (ii) states the incorrect classification and (b) asserts a reclamation demand and the Debtors and the Claimant have entered into a letter agreement pursuant to which the Debtors and the Claimant agreed upon the valid amount of the reclamation demand (with respect to (b), a "Reclamation Agreement"), subject to the Debtors' right to seek, at any time and notwithstanding the Claimant's agreement or consent to the amount pursuant to the relevant Reclamation Agreement, a judicial determination that certain reserved defenses with respect to the reclamation demand are valid (the "Modified Claim Asserting Reclamation").~~

E. ~~I.~~ The relief requested in the Twenty-Eighth Omnibus Claims Objection and granted herein is in the best interests of the Debtors, their estates, their creditors, and other parties-in-interest.

NOW THEREFORE, IT IS HEREBY ORDERED, ADJUDGED, AND DECREED  
THAT:

1. Each "Claim To Be Expunged" listed on Exhibit A hereto is hereby disallowed and expunged in its entirety. Those Claims identified on Exhibit A hereto as "Surviving Claims" shall remain on the Debtors' claims register, but shall remain subject to future objection by the Debtors and other parties-in-interest.

~~2. The Books And Records Claim listed on Exhibit B-1 hereto is hereby disallowed and expunged in its entirety.~~

~~3. The Untimely Books And Records Claim listed on Exhibit B-2 hereto is hereby disallowed and expunged in its entirety.~~

2. ~~4. The Untimely Claim listed on Exhibit C hereto is hereby disallowed and expunged in its entirety.~~ The Untimely Claim listed on Exhibit B hereto is hereby disallowed and expunged in its entirety.

~~5. Each "Claim As Docketed" amount listed on Exhibit D-1 hereto is hereby revised to reflect the amount listed as the "Claim As Modified." No Claimant listed on Exhibit D-1 hereto shall be entitled to recover for any Claim Subject to Modification in an amount exceeding the dollar value listed as the "Modified Total" of the Claim, subject to the Debtors' right to further object to each such Claim Subject to Modification. The Claims Subject to Modification shall remain on the claims register, and shall remain subject to future objection by the Debtors and other parties-in-interest.~~

~~6. The "Claim As Docketed" amount and classification listed on Exhibit D-2 hereto is hereby revised to reflect the amount and classification listed as the "Claim As Modified." The Claimant listed on Exhibit D-2 shall not be entitled to (a) recover for the Modified Claim Asserting Reclamation in an amount exceeding the dollar value listed as the "Modified Total" of the Claim, unless the Debtors obtain an order of this Court providing that any Reserved Defense is valid and denying priority status to such Claimant's reclamation demand and/or (b) assert a classification that is inconsistent with that listed in the "Claim As Modified" column on Exhibit D-2 hereto, subject to the Debtors' right to further object to such Modified Claim Asserting Reclamation. The Modified Claim Asserting Reclamation shall remain on the claims register, and shall remain subject to future objection by the Debtors and other parties in interest.~~

3. For clarity, ~~Exhibit ED~~ hereto displays the formal name of the Debtor entity and its associated bankruptcy case number referenced on Exhibits ~~D-1 and D-2~~, C-3 and C-4 and Exhibit E sets forth each of the Claims referenced on Exhibits A, B, C-1, C-2, C-3, and C-4 in alphabetical order by claimant and cross-references each such Claim by proof of claim number and basis of objection.

4. The hearing regarding the objection to the Claim listed on Exhibits C-1, C-2, C-3, and C-4 hereto, for which a Response to the Twenty-Eighth Omnibus Claims Objection has been filed or received by the Debtors and which has not been resolved by the parties, shall be adjourned to a future date to be noticed by the Debtors consistent with and subject to the Claims Objection Procedures Order.

5. Entry of this order is without prejudice to the Debtors' right to object, on any grounds whatsoever, to any other claims in these chapter 11 cases or to further object to Claims that are the subject of the Twenty-Eighth Omnibus Claims Objection.

6. ~~8.~~ Nothing contained herein shall constitute, nor shall it be deemed to constitute, the allowance of any Claim asserted against any of the Debtors.

7. ~~9.~~ This Court shall retain jurisdiction over the Debtors and the holders of Claims subject to the Twenty-Eighth Omnibus Claims Objection to hear and determine all matters arising from the implementation of this order.

8. ~~10.~~ Each of the objections by the Debtors to each Claim addressed in the Twenty-Eighth Omnibus Claims Objection and attached hereto as Exhibits A, B, C-1, B, C-2, C, D-1, 3, and DC-24 constitutes a separate contested matter as contemplated by Fed. R. Bankr. P. 9014. This order shall be deemed a separate order with respect to each Claim that is the subject of the Twenty-Eighth Omnibus Claims Objection. Any stay of this order shall apply only to the contested matter which involves such Claim and shall not act to stay the applicability or finality of this order with respect to the other contested matters covered hereby.

9. ~~11.~~ Kurtzman Carson Consultants LLC is hereby directed to serve this order, including exhibits, in accordance with the Claims Objection Procedures Order.



10. ~~12.~~ The requirement under Rule 9013-1(b) of the Local Bankruptcy Rules for the United States Bankruptcy Court for the Southern District of New York for the service and filing of a separate memorandum of law is deemed satisfied by the Twenty-Eighth Omnibus Claims Objection.

Dated: New York, New York  
April \_\_, 2008

---

UNITED STATES BANKRUPTCY JUDGE

Document comparison done by DeltaView on Tuesday, April 29, 2008 3:22:42 PM

Input:	
Document 1	pcdocs://chisr01a/594432/5
Document 2	pcdocs://chisr01a/594432/7
Rendering set	Option 3a strikethrough double score no moves

Legend:	
<u>Insertion</u>	
<del>Deletion</del>	
< <del>Moved from</del> >	
> <u>Moved to</u> <	
Style change	
Format change	
<del>Moved deletion</del>	
Inserted cell	
Deleted cell	
Moved cell	
Split/Merged cell	
Padding cell	

Statistics:	
	Count
Insertions	16
Deletions	28
Moved from	0
Moved to	0
Style change	0
Format changed	0
Total changes	44

## **EXHIBIT C**

COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	PHONE	PARTY / FUNCTION
Davis, Polk & Wardwell	Donald Bernstein Brian Resnick	450 Lexington Avenue		New York	NY	10017	212-450-4092 212-450-4213	Counsel to Debtor's Postpetition Administrative Agent
Delphi Corporation	Sean Corcoran, Karen Craft	5725 Delphi Drive		Troy	MI	48098	248-813-2000	Debtors
Fried, Frank, Harris, Shriver & Jacobson	Brad Eric Sheler Bonnie Steingart Vivek Melwani Jennifer L Rodburg Richard J Slivinski	One New York Plaza		New York	NY	10004	212-859-8000	Counsel to Equity Security Holders Committee
JPMorgan Chase Bank, N.A.	Richard Duker	270 Park Avenue		New York	NY	10017	212-270-5484	Prepetition Administrative Agent
JPMorgan Chase Bank, N.A.	Susan Atkins, Gianni Russello	277 Park Ave 8th Fl		New York	NY	10172	212-270-0426	Postpetition Administrative Agent
Latham & Watkins LLP	Robert J. Rosenberg	885 Third Avenue		New York	NY	10022	212-906-1370	Counsel to Official Committee of Unsecured Creditors
Simpson Thatcher & Bartlett LLP	Kenneth S. Ziman, Robert H. Trust, William T. Russell, Jr.	425 Lexington Avenue		New York	NY	10017	212-455-2000	Counsel to Debtor's Prepetition Administrative Agent, JPMorgan Chase Bank, N.A.
Skadden, Arps, Slate, Meagher & Flom LLP	John Wm. Butler, John K. Lyons, Ron E. Meisler	333 W. Wacker Dr.	Suite 2100	Chicago	IL	60606	312-407-0700	Counsel to the Debtor
Skadden, Arps, Slate, Meagher & Flom LLP	Kayalyn A. Marafioti, Thomas J. Matz	4 Times Square	P.O. Box 300	New York	NY	10036	212-735-3000	Counsel to the Debtor
United States Trustee	Alicia M. Leonhard	33 Whitehall Street	21st Floor	New York	NY	10004-2112	212-510-0500	Counsel to United States Trustee

Pg 37 of 67  
Delphi Corporation  
Special Parties

Company	Contact	Address1	Address2	City	State	Zip	Phone
Calinoff & Katz LLP	Dorothy H De Marinis Riggio	Attorneys for Emhart Teknologies Inc	140 E 45th St 17th Fl	New York	NY	10017	212-826-8800
Emhart Teknologies Inc	Ryan Masterson Credit Supervisor	49201 Gratiot Ave		Chesterfield	MI	48051	
Greenberg Traurig LLP	Allen G Kadish	Attorneys for Jacobson Mfg LLC	200 Park Ave	New York	NY	10166	212-801-9200
Greenberg Traurig LLP	David W Baddley	Attorneys for Jacobson Mfg LLC	77 W. Wacker Dr Ste 2500	Chicago	IL	60601	312-456-5205
Miles & Stockbridge PC	Thomas Renda Patricia Borenstein	Attorneys for Emhart Teknologies Inc	10 Light St	Baltimore	MD	21202	410-385-3406

## **EXHIBIT D**

Hearing Date: April 30, 2008  
Hearing Time: 10:00 a.m. (prevailing Eastern time)

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP  
333 West Wacker Drive, Suite 2100  
Chicago, Illinois 60606  
(312) 407-0700  
John Wm. Butler, Jr. (JB 4711)  
John K. Lyons (JL 4951)  
Ron E. Meisler (RM 3026)

- and -

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP  
Four Times Square  
New York, New York 10036  
(212) 735-3000  
Kayalyn A. Marafioti (KM 9632)  
Thomas J. Matz (TM 5986)

Attorneys for Delphi Corporation, et al.,  
Debtors and Debtors-in-Possession

Delphi Legal Information Hotline:  
Toll Free: (800) 718-5305  
International: (248) 813-2698

Delphi Legal Information Website:  
<http://www.delphidocket.com>

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

-----	X	
	:	
In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
-----	X	

DEBTORS' OMNIBUS REPLY IN SUPPORT OF TWENTY-NINTH OMNIBUS  
OBJECTION PURSUANT TO 11 U.S.C. § 502(b) AND FED. R. BANKR. P. 3007 TO (A)  
DISALLOW AND EXPUNGE CLAIMS DUE TO CURE PAYMENTS AND (B) MODIFY  
GENERAL UNSECURED CLAIMS BY AMOUNT OF CURE PAYMENTS

("DEBTORS' OMNIBUS REPLY IN SUPPORT OF TWENTY-NINTH  
OMNIBUS CLAIMS OBJECTION")

Delphi Corporation and certain of its subsidiaries and affiliates, debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"),<sup>1</sup> hereby submit this Omnibus Reply In Support Of Twenty-Ninth Omnibus Objection Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 3007 To (A) Disallow And Expunge Claims Due To Cure Payments And (B) Modify General Unsecured Claims By Amount Of Cure Payments (Docket No. 13270) (the "Twenty-Ninth Omnibus Claims Objection"), and respectfully represent as follows:

1. The Debtors filed the Twenty-Ninth Omnibus Claims Objection on March 27, 2008, seeking entry of an order (a) disallowing and expunging (i) a "Claim," as that term is defined in 11 U.S.C. § 101(5), because it asserts a liability or dollar amount that is not owed by the Debtors as the result of cure payments that the Debtors have made on account of assumptions, pursuant to section 365 of the Bankruptcy Code, of certain executory contracts or unexpired leases (each, a "Contract Assumption") and (ii) certain Claims that have been modified pursuant to prior orders because they assert liabilities or dollar amounts that are not owed by the Debtors as the result of cure payments that the Debtors have made on account of a Contract Assumption and (b) revising (i) the asserted amount with respect to certain Claims, due to cure payments that the Debtors have made on account of a Contract Assumption, and (ii) the asserted amount with respect to certain Claims that have been modified pursuant to prior orders due to cure payments that the Debtors have made on account of a Contract Assumption.

2. The Debtors sent to each claimant whose proof of claim is subject to an objection pursuant to the Twenty-Ninth Omnibus Claims Objection a personalized Notice Of Objection To Claim, which specifically identified such claimant's proof of claim that is subject to an

---

<sup>1</sup> Capitalized terms used and not otherwise defined herein have the meanings ascribed to them in the Twenty-Ninth Omnibus Claims Objection.



objection and the basis for such objection. Responses to the Twenty-Ninth Omnibus Claims Objection were due by 4:00 p.m. (prevailing Eastern time) on April 23, 2008.

3. As of April 28, 2008 at 12:00 p.m. (prevailing Eastern time), the Debtors had received two timely-filed formal docketed responses (collectively, the "Responses") to the Twenty-Ninth Omnibus Claims Objection. In the aggregate, the Responses cover two claims. Attached hereto as Exhibit A is a chart summarizing each of the Responses and listing the two Claims for which a Response was filed.

4. Pursuant to the Order Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 2002(m), 3007, 7016, 7026, 9006, 9007, And 9014 Establishing (i) Dates For Hearings Regarding Objections To Claims And (ii) Certain Notices And Procedures Governing Objections to Claims entered on December 6, 2006 (Docket No. 6089) (the "Claims Objection Procedures Order"), the hearing with respect to each of the two Claims for which a Response was filed will be adjourned to a sufficiency hearing or claims objection hearing, as appropriate, to determine the disposition of each such Claim.

5. Attached hereto as Exhibit B is the revised proposed order in respect of the Twenty-Ninth Omnibus Claims Objection (the "Revised Proposed Order"),<sup>2</sup> which reflects the adjournment of the hearings with respect to the Claims for which Responses were filed. Such adjournment will be without prejudice to the Debtors' right to assert that any of such Responses was untimely or otherwise deficient under the Claims Objection Procedures Order.

6. In addition to the Responses, the Debtors also received informal letters, e-mails, and telephone calls from various parties questioning the relief requested with the Twenty-

---

<sup>2</sup> Attached hereto as Exhibit C is a copy of the Revised Proposed Order marked to show revisions to the form of proposed order that was submitted with the Twenty-Ninth Omnibus Claims Objection.

Ninth Omnibus Claims Objection and seeking to reserve certain of their rights with respect thereto (the "Informal Responses"). The Debtors believe that all the concerns expressed by the Informal Responses have been adequately resolved.

7. Except for those Claims with respect to which the hearings have been adjourned to future dates, the Debtors believe that the Revised Proposed Order adequately addresses the issues raised by the respondents. Thus, the Debtors request that the Court grant the relief requested by the Debtors and enter the Revised Proposed Order.

WHEREFORE the Debtors respectfully request that this Court (a) enter the Revised Proposed Order, (b) adjourn the hearing with respect to all Claims for which a Response was filed pursuant to the Claims Objection Procedures Order, and (c) grant the Debtors such other and further relief as is just.

Dated: New York, New York  
April 29, 2008

SKADDEN, ARPS, SLATE, MEAGHER  
& FLOM LLP

By: /s/ John Wm. Butler, Jr.  
John Wm. Butler, Jr. (JB 4711)  
John K. Lyons (JL 4951)  
Ron E. Meisler (RM 3026)  
333 West Wacker Drive, Suite 2100  
Chicago, Illinois 60606  
(312) 407-0700

- and -

By: /s/ Kayalyn A. Marafioti  
Kayalyn A. Marafioti (KM 9632)  
Thomas J. Matz (TM 5986)  
Four Times Square  
New York, New York 10036  
(212) 735-3000

Attorneys for Delphi Corporation, et al.,  
Debtors and Debtors-in-Possession

**Exhibit A**

**In re Delphi Corporation, et al., Case No. 05-44481 (RDD)**

***Responses To The Debtors' Twenty-Ninth Omnibus Claims Objection  
Organized By Respondent<sup>1</sup>***

	<b>RESPONSE</b>	<b>PROOF OF CLAIM NOS.</b>	<b>SUMMARY OF RESPONSE</b>	<b>BASIS FOR OBJECTION</b>	<b>TREATMENT<sup>2</sup></b>
1.	Jacobson Mfg., LLC (Docket No. 13449)	14240	Jacobson Mfg., LLC ("Jacobson") disagrees with the Debtors' Twenty-Ninth Omnibus Claims Objection (the "Objection") (Docket No. 13270) seeking to reclassify, reduce, and change the identity of the Debtor against which proof of claim no. 14240 is asserted from an unsecured claim asserted against Delphi Corporation in the amount of \$114,342.92 to a claim in the amount of \$81,536.34 asserted against Delphi Automotive Systems LLC ("DAS LLC") (of which \$22,226.09 would be a priority reclamation claim subject to certain reserved defenses and \$59,310.25 would be an unsecured claim). Jacobson asserts that the Objection does not take into account the Joint Stipulation And Agreed Order Compromising and Allowing Proof of Claim Number 14240 (Jacobson Mfg. LLC) (Docket No. 12667), which Jacobson asserts granted it an allowed unsecured claim against DAS LLC in the amount of \$95,486.27. Jacobson further asserts that it has not received any cure payment from the Debtors, and accordingly	Claims subject to prior orders and modification due to cure payment	Adjourn

---

<sup>1</sup> This chart reflects all Responses entered on the docket as of Tuesday, April 29, 2008 at 4:00 p.m. (prevailing Eastern time).

<sup>2</sup> This chart reflects all resolutions or proposals as of Tuesday, April 29, 2008 at 4:00 p.m. (prevailing Eastern time).

	RESPONSE	PROOF OF CLAIM NOS.	SUMMARY OF RESPONSE	BASIS FOR OBJECTION	TREATMENT <sup>2</sup>
			opposes the reduction to proof of claim no. 14240 set forth in the Objection.		
2.	Emhart Technologies, Inc. (Docket No. 13450)	6670	<p>Emhart Technologies, Inc. ("Emhart") disagrees with the Debtors' Objection to reclassify, reduce, and change the identity of the Debtor against which proof of claim no. 6670 is asserted from an unsecured claim asserted against Delphi Corporation in the amount of \$293,357.43 to a claim in the amount of \$178,474.16 (of which \$10,800.00 would be an unsecured claim asserted against Delphi Mechatronic Systems, Inc., \$27,128.77 would be a priority reclamation claim asserted against DAS LLC and subject to certain reserved defenses, and \$140,545.39 would be an unsecured claim asserted against DAS LLC). Emhart asserts that it has only received \$9,870.92 in cure payments, far less than the reduction proposed by the Debtors. Emhart further asserts that the Debtors' basis for modifying proof of claim no. 6670 as reflected in the Order granting the Debtors' Nineteenth Omnibus Claims Objection is improper because (i) Emhart never entered into a letter agreement with the Debtors and (ii) the Debtors never served Emhart's counsel with a copy of the Nineteenth Omnibus Claims Objection with exhibits.</p> <p>Emhart further argues that because the Debtors have failed to produce any evidence sufficient to overcome the <u>prima facie</u> validity of proof of claim no. 6670, the claim should be allowed as submitted.</p>	Claims subject to prior orders and modification due to cure payment	Adjourn

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

-----X  
: In re : Chapter 11  
: :  
: DELPHI CORPORATION, et al., : Case No. 05-44481 (RDD)  
: :  
: Debtors. : (Jointly Administered)  
: :  
-----X

ORDER PURSUANT TO 11 U.S.C. § 502(b) AND FED. R. BANKR. P. 3007  
(A) DISALLOWING AND EXPUNGING CLAIMS DUE TO CURE PAYMENTS AND (B)  
MODIFYING GENERAL UNSECURED CLAIMS BY AMOUNT OF CURE PAYMENTS  
IDENTIFIED IN TWENTY-NINTH OMNIBUS CLAIMS OBJECTION

("TWENTY-NINTH OMNIBUS CLAIMS OBJECTION ORDER")

Upon the Twenty-Ninth Omnibus Objection Pursuant To 11 U.S.C. § 502(b) And  
Fed. R. Bankr. P. 3007 To (A) Disallow And Expunge Claims Due To Cure Payments And (B)  
Modify General Unsecured Claims By Amount Of Cure Payments, dated March 27, 2008 (the  
"Twenty-Ninth Omnibus Claims Objection"),<sup>1</sup> of Delphi Corporation ("Delphi") and certain of  
its subsidiaries and affiliates, debtors and debtors-in-possession in the above-captioned cases  
(collectively, the "Debtors"); and upon the record of the hearing held on the Twenty-Ninth  
Omnibus Claims Objection; and after due deliberation thereon; and good and sufficient cause  
appearing therefor,

---

<sup>1</sup> Capitalized terms used and not otherwise defined herein shall have the meanings ascribed to them in the  
Twenty-Ninth Omnibus Claims Objection.

IT IS HEREBY FOUND AND DETERMINED THAT:<sup>2</sup>

A. Each holder of a claim, as such term is defined in 11 U.S.C. § 101(5) (as to each, a "Claim"), listed on Exhibits A-1, A-2, B-1, and B-2 hereto was properly and timely served with a copy of the Twenty-Ninth Omnibus Claims Objection, a personalized Notice Of Objection To Claim, a copy of the Order Pursuant to 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 2002(m), 3007, 7016, 7026, 9006, 9007, And 9014 Establishing (i) Dates For Hearings Regarding Objections To Claims And (ii) Certain Notices And Procedures Governing Objections To Claims (Docket No. 6089) (the "Claims Objection Procedures Order"), the proposed order granting the Twenty-Ninth Omnibus Claims Objection, and notice of the deadline for responding to the Twenty-Ninth Omnibus Claims Objection. No other or further notice of the Twenty-Ninth Omnibus Claims Objection is necessary.

B. This Court has jurisdiction over the Twenty-Ninth Omnibus Claims Objection pursuant to 28 U.S.C. §§ 157 and 1334. The Twenty-Ninth Omnibus Claims Objection is a core proceeding under 28 U.S.C. § 157(b)(2). Venue of these cases and the Twenty-Ninth Omnibus Claims Objection in this district is proper under 28 U.S.C. §§ 1408 and 1409.

C. The Claim listed on Exhibit A-1 hereto was fully satisfied by Cure Payments (the "Exhibit A-1 Claim").

D. The Claims listed on Exhibit A-2 hereto were modified pursuant to prior orders and were fully satisfied by Cure Payments (the "Exhibit A-2 Claims").

---

<sup>2</sup> Findings of fact shall be construed as conclusions of law and conclusions of law shall be construed as findings of fact when appropriate. See Fed. R. Bankr. P. 7052.

E. The Claims listed on Exhibit B-1 hereto were satisfied in part by Cure Payments (the "Exhibit B-1 Claims").

F. The Claims listed on Exhibit B-2 hereto were modified pursuant to prior orders and were satisfied in part by Cure Payments (the "Exhibit B-2 Claims").

G. The relief requested in the Twenty-Ninth Omnibus Claims Objection and granted herein is in the best interests of the Debtors, their estates, their creditors, and other parties-in-interest.

NOW THEREFORE, IT IS HEREBY ORDERED, ADJUDGED, AND DECREED  
THAT:

1. The Exhibit A-1 Claim is hereby disallowed and expunged in its entirety.
2. Each Exhibit A-2 Claim is hereby disallowed and expunged in its entirety.
3. Each "Claim As Docketed" amount listed on Exhibit B-1 hereto shall be revised to reflect the amount listed as the "Claim As Modified." No Claimant listed on Exhibit B-1 hereto shall be entitled to recover an amount exceeding the dollar value listed as the "Modified Total" column, subject to the Debtors' right to further object to each such Exhibit B-1 Claim. The Exhibit B-1 Claims shall remain on the claims register, and shall remain subject to future objection by the Debtors and other parties-in-interest.
4. Each "Claim As Docketed" amount listed on Exhibit B-2 hereto shall be revised to reflect the amount listed as the "Claim As Modified." No Claimant listed on Exhibit B-2 hereto shall be entitled to recover an amount exceeding the dollar value listed as the "Modified Total" column, subject to the Debtors' right to further object to each such Exhibit B-2 Claim. The Exhibit B-2 Claims shall remain on the claims register, and shall remain subject to future objection by the Debtors and other parties-in-interest.



5. For clarity, Exhibit D hereto displays the formal name of each of the Debtor entities and their associated bankruptcy case numbers referenced on Exhibits A-1, A-2, B-1, B-2, and C. Exhibit E hereto sets forth each of the Claims referenced on Exhibits A-1, A-2, B-1, B-2, and C in alphabetical order by claimant and cross-references each such Claim by proof of claim number and basis of objection.

6. The hearing regarding the objection to the Claims listed on Exhibit C hereto, for which a Response to the Twenty-Ninth Omnibus Claims Objection has been filed and served and which has not been resolved by the parties, shall be adjourned to a future date to be noticed by the Debtors consistent with and subject to the Claims Objection Procedures Order.

7. Entry of this order is without prejudice to the Debtors' right to object, on any grounds whatsoever, to any other claims in these chapter 11 cases or to further object to Claims that are the subject of the Twenty-Ninth Omnibus Claims Objection.

8. Nothing contained herein shall constitute, nor shall it be deemed to constitute, the allowance of any Claim asserted against any of the Debtors.

9. This Court shall retain jurisdiction over the Debtors and the holders of Claims subject to the Twenty-Ninth Omnibus Claims Objection to hear and determine all matters arising from the implementation of this order.

10. Each of the objections by the Debtors to each Claim addressed in the Twenty-Ninth Omnibus Claims Objection and attached hereto as Exhibits A-1, A-2, B-1, B-2, and C constitutes a separate contested matter as contemplated by Fed. R. Bankr. P. 9014. This order shall be deemed a separate order with respect to each Claim that is the subject of the Twenty-Ninth Omnibus Claims Objection. Any stay of this order shall apply only to the

contested matter which involves such Claim and shall not act to stay the applicability or finality of this order with respect to the other contested matters covered hereby.

11. Kurtzman Carson Consultants LLC is hereby directed to serve this order, including exhibits, in accordance with the Claims Objection Procedures Order.

12. The requirement under Rule 9013-1(b) of the Local Bankruptcy Rules for the United States Bankruptcy Court for the Southern District of New York for the service and filing of a separate memorandum of law is deemed satisfied by the Twenty-Ninth Omnibus Claims Objection.

Dated: New York, New York  
April \_\_, 2008

---

UNITED STATES BANKRUPTCY JUDGE

**EXHIBIT A-1 - BOOKS AND RECORDS CLAIMS DUE TO CURE PAYMENT**

CREDITOR'S NAME AND ADDRESS	CLAIM NUMBER	ASSERTED CLAIM AMOUNT	DATE FILED	DOCKETED DEBTOR
CONTRARIAN FUNDS LLC AS ASSIGNEE OF MAGNESIUM PRODUCTS OF AMERICA INC 411 W PUTNAM AVE STE 225 GREENWICH, CT 06830	7242	Secured: Priority: Administrative: Unsecured: <u>\$1,427,654.68</u> Total: <u>\$1,427,654.68</u>	05/31/2006	DELPHI AUTOMOTIVE SYSTEMS LLC (05-44640)
<b>Total:</b>		<b>1</b>		<b>\$1,427,654.68</b>

**EXHIBIT A-2 - BOOKS AND RECORDS CLAIMS DUE TO CURE PAYMENT THAT ARE SUBJECT TO PRIOR ORDERS \***

CREDITOR'S NAME AND ADDRESS	CLAIM NUMBER	ASSERTED CLAIM AMOUNT	DATE FILED	DOCKETED DEBTOR
HELLA INNENLEUCHTEN SYSTEME GMBH MRS SONIA WIEKENBERG MAIENBUEHLSTRASSE 7 WEMBACH, 79677 GERMANY	1739	Secured: Priority: Administrative: Unsecured: <u>\$12,893.76</u> Total: <u>\$12,893.76</u>	01/31/2006	DELPHI CORPORATION (05-44481)
TOTOKU ELECTRIC CO LTD YOSHINARI MAYUINI 3 21 OKUBO 1 CHOME SHINJUKY KU TOKYO, 169 8543 JAPAN	13451	Secured: Priority: Administrative: Unsecured: <u>\$30,660.85</u> Total: <u>\$30,660.85</u>	07/31/2006	DELPHI AUTOMOTIVE SYSTEMS LLC (05-44640)
<b>Total:</b>		<b>2</b>		<b>\$43,554.61</b>

EXHIBIT B-1 - CLAIMS SUBJECT TO MODIFICATION DUE TO CURE PAYMENT

CLAIM TO BE MODIFIED	CLAIM AS DOCKETED	CLAIM AS MODIFIED
Claim: 16352 Date Filed: 10/05/2006 Docketed Total: \$ 771,893.38 Filing Creditor Name and Address: ORTECH YUHSIN USA LTD 2806 N INDUSTRIAL RD KIRKSVILLE, MO 63501	Claim Holder Name and Address  DEUTSCHE BANK SECURITIES INC 60 WALL ST 3RD FL NEW YORK, NY 10005  <u>Case Number*</u> 05-44640  <u>Secured</u>  <u>Priority</u>  <u>Unsecured</u> \$771,893.38  \$771,893.38	                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               <

\*See Exhibit D for a listing of debtor entities by case number.

**EXHIBIT B-2 - CLAIMS SUBJECT TO PRIOR ORDERS AND TO MODIFICATION DUE TO CURE PAYMENT\*\***

CLAIM TO BE MODIFIED	CLAIM AS DOCKETED	CLAIM AS MODIFIED
Claim: 11413 Date Filed: 07/27/2006 Docketed Total: \$ 617,679.20 Filing Creditor Name and Address: ACCURATE THREADED FASTENERS INC ATF INC SACHNOFF & WEAVER LTD 10 S WACKER DR CHICAGO, IL 60606-7507	Claim Holder Name and Address  ACCURATE THREADED FASTENERS INC ATF INC SACHNOFF & WEAVER LTD 10 S WACKER DR CHICAGO, IL 60606-7507  <u>Case Number*</u> 05-44640  <u>Secured</u>  <u>Priority</u>  <u>Unsecured</u> \$617,679.20  \$617,679.20	                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                <

\*See Exhibit D for a listing of debtor entities by case number.

\*\*The asserted and docketed debtor, classification, and amount reflected in the "Claim As Docketed" column on this Exhibit is as asserted in the proof of claim filed with the Court. However, each proof of claim on this Exhibit has been ordered modified with respect to the debtor and/or classification and/or amount pursuant to prior omnibus claims objection orders. This Exhibit does not reflect the debtor, classification, and amount as modified in prior omnibus claims objections orders.

**EXHIBIT B-2 - CLAIMS SUBJECT TO PRIOR ORDERS AND TO MODIFICATION DUE TO CURE PAYMENT\*\***

CLAIM TO BE MODIFIED	CLAIM AS DOCKETED	CLAIM AS MODIFIED																												
<div>Claim: 105</div> <div>Date Filed: 10/25/2005</div> <div>Docketed Total: \$ 233,508.18</div> <div>Filing Creditor Name and Address:</div> <div>KEATS MANUFACTURING CO</div> <div>350 W HOLBROOK DR</div> <div>WHEELING, IL 60090</div>	<div>Claim Holder Name and Address</div> <div>KEATS MANUFACTURING CO</div> <div>350 W HOLBROOK DR</div> <div>WHEELING, IL 60090</div> <div>Docketed Total: \$233,508.18</div> <div><table><tr><th>Case Number*</th><th>Secured</th><th>Priority</th><th>Unsecured</th></tr><tr><td>05-44481</td><td></td><td></td><td>\$233,508.18</td></tr><tr><td></td><td></td><td></td><td>\$233,508.18</td></tr></table></div>	Case Number*	Secured	Priority	Unsecured	05-44481			\$233,508.18				\$233,508.18	<div>Modified Total: \$46,893.42</div> <div><table><tr><th>Case Number*</th><th>Secured</th><th>Priority</th><th>Unsecured</th></tr><tr><td>05-44567</td><td></td><td></td><td>\$3,034.10</td></tr><tr><td>05-44640</td><td></td><td></td><td>\$43,859.32</td></tr><tr><td></td><td></td><td></td><td>\$46,893.42</td></tr></table></div>	Case Number*	Secured	Priority	Unsecured	05-44567			\$3,034.10	05-44640			\$43,859.32				\$46,893.42
Case Number*	Secured	Priority	Unsecured																											
05-44481			\$233,508.18																											
			\$233,508.18																											
Case Number*	Secured	Priority	Unsecured																											
05-44567			\$3,034.10																											
05-44640			\$43,859.32																											
			\$46,893.42																											
<div>Claim: 14404</div> <div>Date Filed: 07/31/2006</div> <div>Docketed Total: \$ 1,204,920.60</div> <div>Filing Creditor Name and Address:</div> <div>KOSTAL OF MEXICANA S A DE C</div> <div>V</div> <div>40950 WOODWARD AVE STE 100</div> <div>BLOOMFIELD HILLS, MI 48304</div>	<div>Claim Holder Name and Address</div> <div>SPCP GROUP LLC AS AGENT FOR</div> <div>SILVER POINT CAPITAL FUND LP</div> <div>AND SILVER POINT CAPITAL</div> <div>OFFSHORE FUND LTD</div> <div>TWO GREENWICH PLZ 1ST FL</div> <div>GREENWICH, CT 06830</div> <div>Docketed Total: \$1,204,920.60</div> <div><table><tr><th>Case Number*</th><th>Secured</th><th>Priority</th><th>Unsecured</th></tr><tr><td>05-44640</td><td></td><td></td><td>\$1,204,920.60</td></tr><tr><td></td><td></td><td></td><td>\$1,204,920.60</td></tr></table></div>	Case Number*	Secured	Priority	Unsecured	05-44640			\$1,204,920.60				\$1,204,920.60	<div>Modified Total: \$1,174,068.13</div> <div><table><tr><th>Case Number*</th><th>Secured</th><th>Priority</th><th>Unsecured</th></tr><tr><td>05-44640</td><td></td><td>\$11,188.73</td><td>\$1,162,879.40</td></tr><tr><td></td><td></td><td>\$11,188.73</td><td>\$1,162,879.40</td></tr></table></div>	Case Number*	Secured	Priority	Unsecured	05-44640		\$11,188.73	\$1,162,879.40			\$11,188.73	\$1,162,879.40				
Case Number*	Secured	Priority	Unsecured																											
05-44640			\$1,204,920.60																											
			\$1,204,920.60																											
Case Number*	Secured	Priority	Unsecured																											
05-44640		\$11,188.73	\$1,162,879.40																											
		\$11,188.73	\$1,162,879.40																											
<div>Claim: 14534</div> <div>Date Filed: 07/31/2006</div> <div>Docketed Total: \$ 3,629,694.59</div> <div>Filing Creditor Name and Address:</div> <div>L&amp;W ENGINEERING CO</div> <div>40950 WOODWARD AVE STE 100</div> <div>BLOOMFIELD HILLS, MI 48304</div>	<div>Claim Holder Name and Address</div> <div>TPG CREDIT MANAGMENT LP</div> <div>90 S SEVENTH ST</div> <div>MINNEAPOLIS, MN 55402</div> <div>Docketed Total: \$3,629,694.59</div> <div><table><tr><th>Case Number*</th><th>Secured</th><th>Priority</th><th>Unsecured</th></tr><tr><td>05-44640</td><td>\$3,629,694.59</td><td></td><td></td></tr><tr><td></td><td>\$3,629,694.59</td><td></td><td></td></tr></table></div>	Case Number*	Secured	Priority	Unsecured	05-44640	\$3,629,694.59				\$3,629,694.59			<div>Modified Total: \$563,590.50</div> <div><table><tr><th>Case Number*</th><th>Secured</th><th>Priority</th><th>Unsecured</th></tr><tr><td>05-44640</td><td></td><td></td><td>\$563,590.50</td></tr><tr><td></td><td></td><td></td><td>\$563,590.50</td></tr></table></div>	Case Number*	Secured	Priority	Unsecured	05-44640			\$563,590.50				\$563,590.50				
Case Number*	Secured	Priority	Unsecured																											
05-44640	\$3,629,694.59																													
	\$3,629,694.59																													
Case Number*	Secured	Priority	Unsecured																											
05-44640			\$563,590.50																											
			\$563,590.50																											

\*See Exhibit D for a listing of debtor entities by case number.

\*\*The asserted and docketed debtor, classification, and amount reflected in the "Claim As Docketed" column on this Exhibit is as asserted in the proof of claim filed with the Court. However, each proof of claim on this Exhibit has been ordered modified with respect to the debtor and/or classification and/or amount pursuant to prior omnibus claims objection orders. This Exhibit does not reflect the debtor, classification, and amount as modified in prior omnibus claims objections orders.

**EXHIBIT B-2 - CLAIMS SUBJECT TO PRIOR ORDERS AND TO MODIFICATION DUE TO CURE PAYMENT\*\***

CLAIM TO BE MODIFIED	CLAIM AS DOCKETED	CLAIM AS MODIFIED																												
Claim: 9576 Date Filed: 07/17/2006 Docketed Total: \$ 64,897.96 Filing Creditor Name and Address: MEDALIST INDUSTRIES INC MEDALIST INDL FASTENER DIV 2700 YORK RD ELK GROVE VILLAGE, IL 60007	Claim Holder Name and Address  MEDALIST INDUSTRIES INC MEDALIST INDL FASTENER DIV 2700 YORK RD ELK GROVE VILLAGE, IL 60007  <table><tr><td><u>Case Number*</u></td><td><u>Secured</u></td><td><u>Priority</u></td><td><u>Unsecured</u></td></tr><tr><td>05-44640</td><td></td><td>\$53,088.55</td><td>\$11,809.41</td></tr><tr><td></td><td></td><td>\$53,088.55</td><td>\$11,809.41</td></tr></table>	<u>Case Number*</u>	<u>Secured</u>	<u>Priority</u>	<u>Unsecured</u>	05-44640		\$53,088.55	\$11,809.41			\$53,088.55	\$11,809.41	          <table><tr><td><u>Case Number*</u></td><td><u>Secured</u></td><td><u>Priority</u></td><td><u>Unsecured</u></td></tr><tr><td>05-44640</td><td></td><td>\$33,896.44</td><td>\$11,057.20</td></tr><tr><td></td><td></td><td>\$33,896.44</td><td>\$11,057.20</td></tr></table>	<u>Case Number*</u>	<u>Secured</u>	<u>Priority</u>	<u>Unsecured</u>	05-44640		\$33,896.44	\$11,057.20			\$33,896.44	\$11,057.20				
<u>Case Number*</u>	<u>Secured</u>	<u>Priority</u>	<u>Unsecured</u>																											
05-44640		\$53,088.55	\$11,809.41																											
		\$53,088.55	\$11,809.41																											
<u>Case Number*</u>	<u>Secured</u>	<u>Priority</u>	<u>Unsecured</u>																											
05-44640		\$33,896.44	\$11,057.20																											
		\$33,896.44	\$11,057.20																											
Claim: 8259 Date Filed: 06/20/2006 Docketed Total: \$ 2,583,993.60 Filing Creditor Name and Address: OLSON INTERNATIONAL CO FRMLY OLSON R MANUFACTURING CO 50 W NORTH AVE LOMBARD, IL 60148	Claim Holder Name and Address  AMROC INVESTMENTS LLC 535 MADISON AVE 15TH FL NEW YORK, NY 10022  <table><tr><td><u>Case Number*</u></td><td><u>Secured</u></td><td><u>Priority</u></td><td><u>Unsecured</u></td></tr><tr><td>05-44640</td><td></td><td>\$60,854.76</td><td>\$2,523,138.84</td></tr><tr><td></td><td></td><td>\$60,854.76</td><td>\$2,523,138.84</td></tr></table>	<u>Case Number*</u>	<u>Secured</u>	<u>Priority</u>	<u>Unsecured</u>	05-44640		\$60,854.76	\$2,523,138.84			\$60,854.76	\$2,523,138.84	          <table><tr><td><u>Case Number*</u></td><td><u>Secured</u></td><td><u>Priority</u></td><td><u>Unsecured</u></td></tr><tr><td>05-44640</td><td></td><td>\$60,854.76</td><td>\$2,427,269.91</td></tr><tr><td></td><td></td><td>\$60,854.76</td><td>\$2,427,269.91</td></tr></table>	<u>Case Number*</u>	<u>Secured</u>	<u>Priority</u>	<u>Unsecured</u>	05-44640		\$60,854.76	\$2,427,269.91			\$60,854.76	\$2,427,269.91				
<u>Case Number*</u>	<u>Secured</u>	<u>Priority</u>	<u>Unsecured</u>																											
05-44640		\$60,854.76	\$2,523,138.84																											
		\$60,854.76	\$2,523,138.84																											
<u>Case Number*</u>	<u>Secured</u>	<u>Priority</u>	<u>Unsecured</u>																											
05-44640		\$60,854.76	\$2,427,269.91																											
		\$60,854.76	\$2,427,269.91																											
Claim: 5988 Date Filed: 05/16/2006 Docketed Total: \$ 223,768.64 Filing Creditor Name and Address: PLASTOMER CORP PO BOX 67000 DEPT 15601 DETROIT, MI 48267-0156	Claim Holder Name and Address  LONGACRE MASTER FUND LTD 810 SEVENTH AVE 22ND FL NEW YORK, NY 10019  <table><tr><td><u>Case Number*</u></td><td><u>Secured</u></td><td><u>Priority</u></td><td><u>Unsecured</u></td></tr><tr><td>05-44640</td><td></td><td></td><td>\$223,768.64</td></tr><tr><td></td><td></td><td></td><td>\$223,768.64</td></tr></table>	<u>Case Number*</u>	<u>Secured</u>	<u>Priority</u>	<u>Unsecured</u>	05-44640			\$223,768.64				\$223,768.64	          <table><tr><td><u>Case Number*</u></td><td><u>Secured</u></td><td><u>Priority</u></td><td><u>Unsecured</u></td></tr><tr><td>05-44567</td><td></td><td></td><td>\$810.00</td></tr><tr><td>05-44640</td><td></td><td></td><td>\$215,184.50</td></tr><tr><td></td><td></td><td></td><td>\$215,994.50</td></tr></table>	<u>Case Number*</u>	<u>Secured</u>	<u>Priority</u>	<u>Unsecured</u>	05-44567			\$810.00	05-44640			\$215,184.50				\$215,994.50
<u>Case Number*</u>	<u>Secured</u>	<u>Priority</u>	<u>Unsecured</u>																											
05-44640			\$223,768.64																											
			\$223,768.64																											
<u>Case Number*</u>	<u>Secured</u>	<u>Priority</u>	<u>Unsecured</u>																											
05-44567			\$810.00																											
05-44640			\$215,184.50																											
			\$215,994.50																											

\*See Exhibit D for a listing of debtor entities by case number.

\*\*The asserted and docketed debtor, classification, and amount reflected in the "Claim As Docketed" column on this Exhibit is as asserted in the proof of claim filed with the Court. However, each proof of claim on this Exhibit has been ordered modified with respect to the debtor and/or classification and/or amount pursuant to prior omnibus claims objection orders. This Exhibit does not reflect the debtor, classification, and amount as modified in prior omnibus claims objections orders.



**EXHIBIT B-2 - CLAIMS SUBJECT TO PRIOR ORDERS AND TO MODIFICATION DUE TO CURE PAYMENT\*\***

CLAIM TO BE MODIFIED	CLAIM AS DOCKETED	CLAIM AS MODIFIED																												
Claim: 7606 Date Filed: 06/07/2006 Docketed Total: \$ 36,759.75 Filing Creditor Name and Address: SEMBLEX CORPORATION 199 WEST DIVERSEY ELMHURST, IL 60126	Claim Holder Name and Address  AMROC INVESTMENTS LLC 535 MADISON AVE 15TH FL NEW YORK, NY 10022  <table><tr><td><u>Case Number*</u></td><td><u>Secured</u></td><td><u>Priority</u></td><td><u>Unsecured</u></td></tr><tr><td>05-44481</td><td></td><td></td><td>\$36,759.75</td></tr><tr><td></td><td></td><td></td><td>\$36,759.75</td></tr></table>	<u>Case Number*</u>	<u>Secured</u>	<u>Priority</u>	<u>Unsecured</u>	05-44481			\$36,759.75				\$36,759.75	<table><tr><td></td><td></td><td>Modified Total:</td><td>\$30,151.96</td></tr></table> <table><tr><td><u>Case Number*</u></td><td><u>Secured</u></td><td><u>Priority</u></td><td><u>Unsecured</u></td></tr><tr><td>05-44640</td><td></td><td></td><td>\$30,151.96</td></tr><tr><td></td><td></td><td></td><td>\$30,151.96</td></tr></table>			Modified Total:	\$30,151.96	<u>Case Number*</u>	<u>Secured</u>	<u>Priority</u>	<u>Unsecured</u>	05-44640			\$30,151.96				\$30,151.96
<u>Case Number*</u>	<u>Secured</u>	<u>Priority</u>	<u>Unsecured</u>																											
05-44481			\$36,759.75																											
			\$36,759.75																											
		Modified Total:	\$30,151.96																											
<u>Case Number*</u>	<u>Secured</u>	<u>Priority</u>	<u>Unsecured</u>																											
05-44640			\$30,151.96																											
			\$30,151.96																											
		<p>Total Claims to be Modified: 10</p> <p>Total Amount as Docketed: \$8,677,685.77</p> <p>Total Amount as Modified: \$ 5,006,302.87</p>																												

\*See Exhibit D for a listing of debtor entities by case number.

\*The asserted and docketed debtor, classification, and amount reflected in the "Claim As Docketed" column on this Exhibit is as asserted in the proof of claim filed with the Court. However, each proof of claim on this Exhibit has been ordered modified with respect to the debtor and/or classification and/or amount pursuant to prior omnibus claims objection orders. This Exhibit does not reflect the debtor, classification, and amount as modified in prior omnibus claims objections orders.

EXHIBIT C - ADJOURNED CLAIMS SUBJECT TO PRIOR ORDERS AND TO MODIFICATION DUE TO CURE PAYMENT\*\*

CLAIM TO BE MODIFIED	CLAIM AS DOCKETED	CLAIM AS MODIFIED																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																						
Claim: 6670 Date Filed: 05/23/2006 Docketed Total: \$ 293,357.43 Filing Creditor Name and Address: EMHART TEKNOLOGIES LLC 49201 GRATIOT AVE CHESTERFIELD, MI 48051	Claim Holder Name and Address  EMHART TEKNOLOGIES LLC 49201 GRATIOT AVE CHESTERFIELD, MI 48051  <table><tr><td><u>Case Number*</u></td><td><u>Secured</u></td><td><u>Priority</u></td><td><u>Unsecured</u></td></tr><tr><td>05-44481</td><td></td><td></td><td>\$293,357.43</td></tr><tr><td></td><td></td><td></td><td><b>\$293,357.43</b></td></tr></table>	<u>Case Number*</u>	<u>Secured</u>	<u>Priority</u>	<u>Unsecured</u>	05-44481			\$293,357.43				<b>\$293,357.43</b>	  <table><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td></tr></table>																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																										
<u>Case Number*</u>	<u>Secured</u>	<u>Priority</u>	<u>Unsecured</u>																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																					
05-44481			\$293,357.43																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																					
			<b>\$293,357.43</b>																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																					

\*See Exhibit D for a listing of debtor entities by case number.

\*\*The asserted and docketed debtor, classification, and amount reflected in the "Claim As Docketed" column on this Exhibit is as asserted in the proof of claim filed with the Court. However, each proof of claim on this Exhibit has been ordered modified with respect to the debtor and/or classification and/or amount pursuant to prior omnibus claims objection orders. This Exhibit does not reflect the debtor, classification, and amount as modified in prior omnibus claims objections orders.

In re Delphi Corporation, et al.

Twenty-Ninth Omnibus Claims Objection

Case No. 05-44481 (RDD)

Exhibit D - Debtor Entity Reference

CASE NUMBER	DEBTOR ENTITY
05-44481	DELPHI CORPORATION
05-44567	DELPHI MECHATRONIC SYSTEMS, INC.
05-44640	DELPHI AUTOMOTIVE SYSTEMS LLC

Exhibit E - Claimants And Related Claims Subject To Twenty-Ninth Omnibus Claims Objection

Claim Holder	Claim	Exhibit
ACCURATE THREADED FASTENERS INC ATF INC	11413	EXHIBIT B-2 - CLAIMS SUBJECT TO PRIOR ORDERS AND TO MODIFICATION DUE TO CURE PAYMENT
AMROC INVESTMENTS LLC	7606	EXHIBIT B-2 - CLAIMS SUBJECT TO PRIOR ORDERS AND TO MODIFICATION DUE TO CURE PAYMENT
AMROC INVESTMENTS LLC	8259	EXHIBIT B-2 - CLAIMS SUBJECT TO PRIOR ORDERS AND TO MODIFICATION DUE TO CURE PAYMENT
APS CAPITAL CORP/TPG CREDIT MANAGMENT LP	14534	EXHIBIT B-2 - CLAIMS SUBJECT TO PRIOR ORDERS AND TO MODIFICATION DUE TO CURE PAYMENT
ARMADA RUBBER MANUFACTURING COMPANY	4458	EXHIBIT B-2 - CLAIMS SUBJECT TO PRIOR ORDERS AND TO MODIFICATION DUE TO CURE PAYMENT
ASM CAPITAL LP	4458	EXHIBIT B-2 - CLAIMS SUBJECT TO PRIOR ORDERS AND TO MODIFICATION DUE TO CURE PAYMENT
CONTRARIAN FUNDS LLC AS ASSIGNEE OF MAGNESIUM PRODUCTS OF AMERICA INC	7242	EXHIBIT A-1 - BOOKS AND RECORDS CLAIMS DUE TO CURE PAYMENT
CREATIVE FOAM CORPORATION	1936	EXHIBIT B-2 - CLAIMS SUBJECT TO PRIOR ORDERS AND TO MODIFICATION DUE TO CURE PAYMENT
DEUTSCHE BANK SECURITIES INC	16352	EXHIBIT B-1 - CLAIMS SUBJECT TO MODIFICATION DUE TO CURE PAYMENT
EMHART TEKNOLOGIES LLC	6670	EXHIBIT C - ADJOURNED CLAIMS SUBJECT TO PRIOR ORDERS AND TO MODIFICATION DUE TO CURE PAYMENT
HELLA INNENLEUCHTEN SYSTEME GMBH	1739	EXHIBIT A-2 - BOOKS AND RECORDS CLAIMS DUE TO CURE PAYMENT THAT ARE SUBJECT TO PRIOR ORDERS
JACOBSON MFG LLC	14240	EXHIBIT C - ADJOURNED CLAIMS SUBJECT TO PRIOR ORDERS AND TO MODIFICATION DUE TO CURE PAYMENT
KEATS MANUFACTURING CO	105	EXHIBIT B-2 - CLAIMS SUBJECT TO PRIOR ORDERS AND TO MODIFICATION DUE TO CURE PAYMENT
KOSTAL OF MEXICANA S A DE C V	14404	EXHIBIT B-2 - CLAIMS SUBJECT TO PRIOR ORDERS AND TO MODIFICATION DUE TO CURE PAYMENT
L&W ENGINEERING CO	14534	EXHIBIT B-2 - CLAIMS SUBJECT TO PRIOR ORDERS AND TO MODIFICATION DUE TO CURE PAYMENT
LIQUIDITY SOLUTIONS INC AS ASSIGNEE OF UNIVERSAL POLYMER AND RUBBER EFT LTD	7279	EXHIBIT B-1 - CLAIMS SUBJECT TO MODIFICATION DUE TO CURE PAYMENT
LONGACRE MASTER FUND LTD/PLASTOMER CORP	5988	EXHIBIT B-2 - CLAIMS SUBJECT TO PRIOR ORDERS AND TO MODIFICATION DUE TO CURE PAYMENT
MEDALIST INDUSTRIES INC	9576	EXHIBIT B-2 - CLAIMS SUBJECT TO PRIOR ORDERS AND TO MODIFICATION DUE TO CURE PAYMENT

## Exhibit E - Claimants And Related Claims Subject To Twenty-Ninth Omnibus Claims Objection

Claim Holder	Claim	Exhibit
OLSON INTERNATIONAL CO	8259	EXHIBIT B-2 - CLAIMS SUBJECT TO PRIOR ORDERS AND TO MODIFICATION DUE TO CURE PAYMENT
ORTECH YUHSIN USA LTD	16352	EXHIBIT B-1 - CLAIMS SUBJECT TO MODIFICATION DUE TO CURE PAYMENT
PLASTOMER CORP	5988	EXHIBIT B-2 - CLAIMS SUBJECT TO PRIOR ORDERS AND TO MODIFICATION DUE TO CURE PAYMENT
REDROCK CAPITAL PARTNERS LLC	1936	EXHIBIT B-2 - CLAIMS SUBJECT TO PRIOR ORDERS AND TO MODIFICATION DUE TO CURE PAYMENT
SEMBLEX CORPORATION	7606	EXHIBIT B-2 - CLAIMS SUBJECT TO PRIOR ORDERS AND TO MODIFICATION DUE TO CURE PAYMENT
SPCP GROUP LLC AS AGENT FOR SILVER POINT CAPITAL FUND LP AND SILVER POINT CAPITAL OFFSHORE FUND LTD	14404	EXHIBIT B-2 - CLAIMS SUBJECT TO PRIOR ORDERS AND TO MODIFICATION DUE TO CURE PAYMENT
TOTOKU ELECTRIC CO LTD	13451	EXHIBIT A-2 - BOOKS AND RECORDS CLAIMS DUE TO CURE PAYMENT THAT ARE SUBJECT TO PRIOR ORDERS
UNIVERSAL POLYMER & RUBBER EFT LTD	7279	EXHIBIT B-1 - CLAIMS SUBJECT TO MODIFICATION DUE TO CURE PAYMENT

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

-----	x	
	:	
In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
-----	x	

ORDER PURSUANT TO 11 U.S.C. § 502(b) AND FED. R. BANKR. P. 3007  
(A) DISALLOWING AND EXPUNGING CLAIMS DUE TO CURE PAYMENTS AND (B)  
MODIFYING GENERAL UNSECURED CLAIMS BY AMOUNT OF CURE PAYMENTS  
IDENTIFIED IN TWENTY-NINTH OMNIBUS CLAIMS OBJECTION

("TWENTY-NINTH OMNIBUS CLAIMS OBJECTION ORDER")

Upon the Twenty-Ninth Omnibus Objection Pursuant To 11 U.S.C. § 502(b) And  
Fed. R. Bankr. P. 3007 To (A) Disallow And Expunge Claims Due To Cure Payments And (B)  
Modify General Unsecured Claims By Amount Of Cure Payments, dated March 27, 2008 (the  
"Twenty-Ninth Omnibus Claims Objection"),<sup>1</sup> of Delphi Corporation ("Delphi") and certain of its  
subsidiaries and affiliates, debtors and debtors-in-possession in the above-captioned cases  
(collectively, the "Debtors"); and upon the record of the hearing held on the Twenty-Ninth  
Omnibus Claims Objection; and after due deliberation thereon; and good and sufficient cause  
appearing therefor,

---

<sup>1</sup> Capitalized terms used and not otherwise defined herein shall have the meanings ascribed to them in the  
Twenty-Ninth Omnibus Claims Objection.

IT IS HEREBY FOUND AND DETERMINED THAT:<sup>2</sup>

A. Each holder of a claim, as such term is defined in 11 U.S.C. § 101(5) (as to each, a "Claim"), listed on Exhibits A-1, A-2, B-1, and B-2 hereto was properly and timely served with a copy of the Twenty-Ninth Omnibus Claims Objection, a personalized Notice Of Objection To Claim, a copy of the Order Pursuant to 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 2002(m), 3007, 7016, 7026, 9006, 9007, And 9014 Establishing (i) Dates For Hearings Regarding Objections To Claims And (ii) Certain Notices And Procedures Governing Objections To Claims (Docket No. 6089) (the "Claims Objection Procedures Order"), the proposed order granting the Twenty-Ninth Omnibus Claims Objection, and notice of the deadline for responding to the Twenty-Ninth Omnibus Claims Objection. No other or further notice of the Twenty-Ninth Omnibus Claims Objection is necessary.

B. This Court has jurisdiction over the Twenty-Ninth Omnibus Claims Objection pursuant to 28 U.S.C. §§ 157 and 1334. The Twenty-Ninth Omnibus Claims Objection is a core proceeding under 28 U.S.C. § 157(b)(2). Venue of these cases and the Twenty-Ninth Omnibus Claims Objection in this district is proper under 28 U.S.C. §§ 1408 and 1409.

C. The Claim listed on Exhibit A-1 hereto was fully satisfied by Cure Payments (the "Exhibit A-1 Claim").

D. The Claims listed on Exhibit A-2 hereto were modified pursuant to prior orders and were fully satisfied by Cure Payments (the "Exhibit A-2 Claims").

---

<sup>2</sup> Findings of fact shall be construed as conclusions of law and conclusions of law shall be construed as findings of fact when appropriate. See Fed. R. Bankr. P. 7052.

E. The Claims listed on Exhibit B-1 hereto were satisfied in part by Cure Payments (the "Exhibit B-1 Claims").

F. The Claims listed on Exhibit B-2 hereto were modified pursuant to prior orders and were satisfied in part by Cure Payments (the "Exhibit B-2 Claims").

G. The relief requested in the Twenty-Ninth Omnibus Claims Objection and granted herein is in the best interests of the Debtors, their estates, their creditors, and other parties-in-interest.

NOW THEREFORE, IT IS HEREBY ORDERED, ADJUDGED, AND DECREED  
THAT:

1. The Exhibit A-1 Claim ~~hereto~~ is hereby disallowed and expunged in its entirety.

2. Each Exhibit A-2 Claim ~~hereto~~ is hereby disallowed and expunged in its entirety.

3. Each "Claim As Docketed" amount listed on Exhibit B-1 hereto shall be revised to reflect the amount listed as the "Claim As Modified." No Claimant listed on Exhibit B-1 hereto shall be entitled to recover an amount exceeding the dollar value listed as the "Modified Total" column, subject to the Debtors' right to further object to each such Exhibit B-1 Claim. The Exhibit B-1 Claims shall remain on the claims register, and shall remain subject to future objection by the Debtors and other parties-in-interest.

4. Each "Claim As Docketed" amount listed on Exhibit B-2 hereto shall be revised to reflect the amount listed as the "Claim As Modified." No Claimant listed on Exhibit B-2 hereto shall be entitled to recover an amount exceeding the dollar



value listed as the "Modified Total" column, subject to the Debtors' right to further object to each such Exhibit B-2 Claim. The Exhibit B-2 Claims shall remain on the claims register, and shall remain subject to future objection by the Debtors and other parties-in-interest.

5. For clarity, Exhibit ~~E~~D hereto displays the formal name of each of the Debtor entities and their associated bankruptcy case numbers referenced on Exhibits A-1, A-2, B-1, B-2, and ~~B-2~~C. Exhibit ~~D~~E hereto sets forth each of the Claims referenced on Exhibits A-1, A-2, B-1, B-2, and ~~B-2~~C in alphabetical order by claimant and cross-references each such Claim by proof of claim number and basis of objection.

6. [The hearing regarding the objection to the Claims listed on Exhibit C hereto, for which a Response to the Twenty-Ninth Omnibus Claims Objection has been filed and served and which has not been resolved by the parties, shall be adjourned to a future date to be noticed by the Debtors consistent with and subject to the Claims Objection Procedures Order.](#)

7. ~~6.~~ Entry of this order is without prejudice to the Debtors' right to object, on any grounds whatsoever, to any other claims in these chapter 11 cases or to further object to Claims that are the subject of the Twenty-Ninth Omnibus Claims Objection.

8. ~~7.~~ Nothing contained herein shall constitute, nor shall it be deemed to constitute, the allowance of any Claim asserted against any of the Debtors.

9. ~~8.~~ This Court shall retain jurisdiction over the Debtors and the holders of Claims subject to the Twenty-Ninth Omnibus Claims Objection to hear and determine all matters arising from the implementation of this order.

10. ~~9.~~ Each of the objections by the Debtors to each Claim addressed in the Twenty-Ninth Omnibus Claims Objection and attached hereto as Exhibits A-1, A-2, B-1, B-2, and

~~B-2C~~ constitutes a separate contested matter as contemplated by Fed. R. Bankr. P. 9014. This order shall be deemed a separate order with respect to each Claim that is the subject of the Twenty-Ninth Omnibus Claims Objection. Any stay of this order shall apply only to the contested matter which involves such Claim and shall not act to stay the applicability or finality of this order with respect to the other contested matters covered hereby.

11. ~~10.~~ Kurtzman Carson Consultants LLC is hereby directed to serve this order, including exhibits, in accordance with the Claims Objection Procedures Order.

12. ~~11.~~ The requirement under Rule 9013-1(b) of the Local Bankruptcy Rules for the United States Bankruptcy Court for the Southern District of New York for the service and filing of a separate memorandum of law is deemed satisfied by the Twenty-Ninth Omnibus Claims Objection.

Dated: New York, New York  
April \_\_, 2008

---

UNITED STATES BANKRUPTCY JUDGE

Document comparison done by DeltaView on Tuesday, April 29, 2008 3:34:45 PM

Input:	
Document 1	pcdocs://chisr01a/594448/4
Document 2	pcdocs://chisr01a/594448/5
Rendering set	Option 3a strikethrough double score no moves

Legend:	
<u>Insertion</u>	
<del>Deletion</del>	
< <del>Moved from</del> >	
> <u>Moved to</u> <	
Style change	
Format change	
<del>Moved deletion</del>	
Inserted cell	
Deleted cell	
Moved cell	
Split/Merged cell	
Padding cell	

Statistics:	
	Count
Insertions	11
Deletions	13
Moved from	0
Moved to	0
Style change	0
Format changed	0
Total changes	24